

William C. Fredericks (WF-1576)  
Jonathan Harris (JH-3047)  
Jerald D. Bien-Willner  
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**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

**IN RE STATE STREET BANK AND TRUST CO.  
ERISA LITIGATION**

**This documents relates to**

**07-CV-9319  
07-CV-9687**

**07 Civ. 8488 (RJH)  
Consolidated Actions**

**MOTION TO ADMIT JERALD D. BIEN-WILLNER *PRO HAC VICE***

Pursuant to Rule 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Jonathan A. Harris, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of:


Jerald D. Bien-Willner  
BERNSTEIN LITOWITZ BERGER  
& GROSSMANN LLP  
1285 Avenue of the Americas  
New York, New York 10019  
Phone: (212) 554-1400  
Fax: (212) 554-1444  
E-mail: jerryb@blbglaw.com

Jerald D. Bien-Willner is a member in good standing of the Bar of the State of Arizona and the State of California.

There are no pending disciplinary proceedings against Jerald D. Bien-Willner in any State or Federal Court.

Executed on January 30, 2008 in New York, New York

**BERNSTEIN LITOWITZ BERGER  
& GROSSMANN LLP**



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*Attorneys for Plaintiffs and the Class*

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

**IN RE STATE STREET BANK AND TRUST CO.  
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**AFFIDAVIT OF JONATHAN A. HARRIS IN SUPPORT OF  
MOTION TO ADMIT JERALD D. BIEN-WILLNER *PRO HAC VICE***

Jonathan A. Harris declares pursuant to 28 U.S.C. § 1746 as follows:

1. I am Counsel to the firm of Bernstein Litowitz Berger & Grossmann LLP, co-counsel for Plaintiffs, on behalf of themselves and all others similarly situated, in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my knowledge of the facts set forth herein and in support of Plaintiffs' Motion to admit Jerald D. Bien-Willner as counsel *pro hac vice* to represent Plaintiffs in this matter.

2. I am a member in good standing of the bar of the state of New York, and was admitted to practice law on June 4, 1990. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Jerald D. Bien-Willner since the summer of 2007, and I am familiar with his practice.

4. Mr. Bien-Willner is an associate at Bernstein, Litowitz, Berger & Grossmann LLP.

5. I have found Mr. Bien-Willner to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Civil Procedure. Attached are the Mr. Bien-Willner's Certificates of Good Standing from the bars of the states of Arizona and of California.

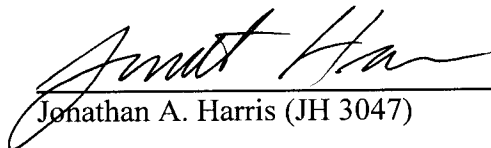
6. Accordingly, I am pleased to move the admission of Jerald D. Bien-Willner, *pro hac vice*.

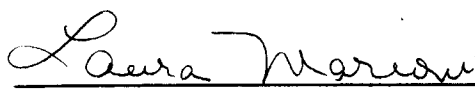
7. A proposed order granting the admission of Jerald D. Bien-Willner, *pro hac vice* is provided herewith for the Court's convenience.

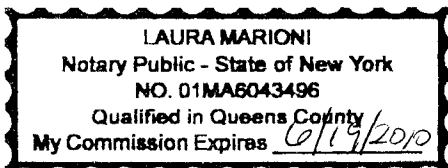
WHEREFORE, it is respectfully requested that the Motion to admit Jerald D. Bien-Willner, *pro hac vice*, to represent Plaintiffs in the above captioned matter, be granted.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 30, 2008 at New York, New York.

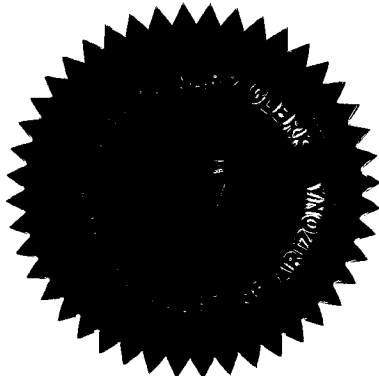
  
Jonathan A. Harris (JH 3047)

 1/30/2008

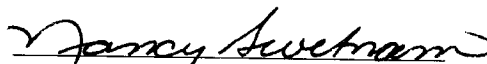


CERTIFICATE OF GOOD STANDING  
ISSUED BY THE DISCIPLINARY CLERK  
FOR AND ON BEHALF OF  
THE SUPREME COURT OF ARIZONA

The Disciplinary Clerk pursuant to Rule 74, Rules of the Supreme Court of Arizona, hereby certifies that according to the records of the State Bar, **JERALD DAVID BIEN-WILLNER**, was duly admitted to practice as an attorney and counselor at law in all courts of Arizona by the Supreme Court of Arizona on October 24, 2003, and is now, as of the date of this Certificate, an active member of the State Bar of Arizona in good standing.



Given under the seal of the Disciplinary Clerk of the Supreme Court of Arizona this 16<sup>th</sup> day of January, 2008.

  
Nancy Swetham  
Acting Disciplinary Clerk

# United States District Court

Central District of California

## CERTIFICATE OF GOOD STANDING

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I, SHERRI R. CARTER, Clerk of this Court, certify that

Jerald D. Bien-Willner, Bar No. 225529

was duly admitted to practice in this Court on June 19, 2003

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and is in good standing as a member of the Bar of this Court.

Dated at Los Angeles, California

on January 7, 2008  
DATE

SHERRI R. CARTER, CLERK



By Brenda J. Brannon  
Brenda Brannon, Deputy Clerk

William C. Fredericks (WF-1576)  
Jonathan Harris (JH-3047)  
Jerald D. Bien-Willner  
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*Attorneys for Plaintiff and the Class*

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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ERISA LITIGATION**

**This documents relates to**

**07-CV-9319  
07-CV-9687**

**07 Civ. 8488 (RJH)  
Consolidated Actions**

**[PROPOSED] ORDER FOR ADMISSION OF  
JERALD D. BIEN-WILLNER *PRO HAC VICE* ON WRITTEN MOTION**

Upon the motion of Jonathan A. Harris, co-counsel for Plaintiffs in the above captioned cases, and the Affidavit of Mr. Harris in support;

IT IS HEREBY ORDERED that Jerald D. Bien-Willner, Bernstein, Litowitz, Berger and Grossman LLP, 1285 Avenue of the Americas, New York, New York 10019, Telephone: (212) 554-1400, Facsimile: (212) 554-1444, E-mail: jerryb@blbglaw.com, is admitted to practice *pro*

*hac vice* as counsel for Plaintiffs in the above captioned cases in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at [nysd.uscourts.gov](http://nysd.uscourts.gov). Counsel shall forward the pro hac vice fee to the Clerk of the Court.

SO ORDERED.

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Richard J. Holwell, U.S.D.J.

\_\_\_\_\_, \_\_\_, 2008



**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

**IN RE STATE STREET BANK AND TRUST  
CO. ERISA LITIGATION**

07 Civ. 8488 (RJH)

This Document Relates to:

07 Civ. 9319

07 Civ. 9687

**CERTIFICATE OF SERVICE**

The undersigned, a member in good standing of the bar of this Court, certifies that on January 30, 2008, he caused copies of the foregoing Motion to Admit Jerald D. Bien-Willner *Pro Hac Vice* and a [Proposed] Order Granting Motion for Admission *Pro Hac Vice* along with supporting materials to be served via first class United States mail upon the following parties:

|   |  |
|---|--|
| <b>ROPES &amp; GRAY LLP</b><br>Harvey J. Wolkoff<br>Robert A. Skinner<br>Olivia S. Choe<br>One International Place<br>Boston Massachusetts 02110                  | <b>DEBEVOISE &amp; PLIMPTON LLP</b><br>Edwin G. Schallert<br>Steve Klugman<br>919 Third Avenue<br>New York, NY 10022   |
| <b>KELLER ROHRBACK LLP</b><br>Lynn L. Sarko<br>Derek W. Loeser<br>Karin B. Swope<br>Tyler L. Farmer<br>1201 Third Avenue, Suite 3200<br>Seattle, Washington 98101 | <b>PAUL, HASTINGS, JANOFSKY &amp;<br/>WALKER LLP</b><br>Barry Sher<br>James Worthington<br>Daniel Goldman<br>Park Avenue Tower<br>75 East 55 <sup>th</sup> First Floor<br>New York, NY 10022 |

  
Gail Gaddis